

RATTOON

H o l d i n g s L i m i t e d

Results of 2011 Extraordinary General Meetings

The following resolutions were considered at the Special Meeting and the General Meeting of Shareholders of Rattoon Holdings Limited on 21 February 2011 and passed by the requisite majorities:

Special Meeting

Item 1: Resolution – Selective Capital Reduction (a special resolution)

That, subject to Resolution 1 being passed at the General Meeting and, unless waived by the Company, none of the Excluded Shareholders either disposing of or ceasing to hold a relevant interest in any of their ordinary shares in the Company prior to the Record Date (as defined below), for the purposes of section 256C(2) of the Corporations Act and for all other purposes, approval is given for the share capital of the Company to be selectively reduced by cancelling and extinguishing on 8 March 2011 or such other date as the Company determines, all ordinary shares in the Company on issue as at 7pm (Melbourne time) on 23 February 2011 (“**Record Date**”) other than the ordinary shares in the Company which as of the Record Date are registered in the name of the Excluded Shareholders, such reduction to be effected by returning to the holders of the ordinary shares which are to be cancelled the sum of 6 cents per ordinary share held at 7.00pm on the Record Date.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Total proxies: 44,907,449
In favour: 732,925
Against: 2,115
Abstain: 44,171,409
Open for proxy holder: 1,000

The motion was carried as a special resolution on a show of hands. Only Minority Shareholders (as defined in the Explanatory Memorandum) were entitled to vote on the resolution.

General Meeting

Item 1: Resolution 1 – Selective Capital Reduction (a special resolution)

That, subject to the resolution being passed at the Special Meeting and, unless waived by the Company, none of the Excluded Shareholders (being Guinness Peat Group plc and Thorney Investment Group Australia Pty Ltd and as otherwise defined in the Explanatory Memorandum) either disposing of or ceasing to hold a relevant interest in any of their ordinary shares in the Company prior to the Record Date (as defined below), for the purposes of section 256C(2) of the Corporations Act and for all other purposes, approval is given for the share capital of the Company to be selectively reduced by cancelling and extinguishing on 8 March 2011 or such other date as the Company determines, all ordinary shares in the Company on issue as at 7pm (Melbourne time) on 23 February 2011 (“**Record Date**”) other than the ordinary shares in the Company which as of the Record Date are registered in the name of the Excluded Shareholders, such reduction to be effected by returning to the holders of such ordinary shares which are to be cancelled the sum of 6 cents per ordinary share held at 7.00pm on the Record Date.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Total proxies: 45,328,635
In favour: 45,308,016
Against: 2,115
Abstain: 8,504
Open for proxy holder: 0

However, 707,568 of the votes in favour of the resolution were cast by shareholders other than the Excluded Shareholders. As such, those votes were disregarded by The Company in accordance with the Corporations Act.

The motion was carried as a special resolution on a show of hands.

Item 2: Resolution 2 – Voluntary withdrawal of NSX listing (ordinary resolution)

That subject to the resolution being passed at the Special Meeting and resolution 1 at this General Meeting being passed, the Company voluntarily withdraw the listing of its ordinary shares on the National Stock Exchange of Australia.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Total proxies: 45,328,635
In favour: 45,325,520
Against: 2,115
Abstain: 0
Open for proxy holder: 1,000

The motion was carried as an ordinary resolution on a show of hands.

Accordingly the selective capital reduction will now proceed with a record date of 23 February 2011 for determining entitlements and the Effective Date to effect the capital reduction is expected to be on or after 8 March 2011. On the Effective Date shares held by the shareholders (other than the Excluded Shareholders) will be cancelled and payments to those shareholders will be processed.

A handwritten signature in black ink, appearing to be 'Martin Casey', with a long horizontal stroke extending to the right.

Martin Casey
Company Secretary
21 February 2011
Rattoon Holdings Limited
ACN 076 611 268